

**Hearing Date: December 17, 2008**  
**Hearing Time: 10:00 a.m. (prevailing Eastern time)**

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700  
John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
Four Times Square  
New York, New York 10036  
(212) 735-3000  
Kayalyn A. Marafioti  
Thomas J. Matz

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:  
Toll Free: (800) 718-5305  
International: (248) 813-2698

Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----x  
:  
In re : Chapter 11  
:  
DELPHI CORPORATION, et al. : Case No. 05-44481 (RDD)  
:  
Debtors. : (Jointly Administered)  
:  
:  
-----x

**PROPOSED THIRTY-EIGHTH OMNIBUS HEARING AGENDA**

Location Of Hearing: United States Bankruptcy Court for the Southern District of New York,  
Alexander Hamilton Custom House, Room 610, 6<sup>th</sup> Floor, One  
Bowling Green, New York, New York 10004-1408

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- A. Introduction
- B. Continued Or Adjourned Matters (None)
- C. Uncontested, Agreed, Or Settled Matters (2 Matters)
- D. Contested Matters (1 Matter)
- E. Adversary Proceedings (None)

**B. Continued Or Adjourned Matters\***

**C. Uncontested, Agreed, Or Settled Matters**

- 1. **Exhaust Business Sale Motion** - Expedited Motion For Orders Under 11 U.S.C. §§ 363, 365, 1123, And 1146 And Fed. R. Bankr. P. 2002, 6004, 6006, And 9014 (a) (I) Approving Bidding Procedures, (II) Granting Certain Bid Protections, (III) Approving Form And Manner Of Sale Notices, And (IV) Setting Sale Hearing Date And (b) Authorizing And Approving (I) Sale Of Debtors' Assets Comprising Debtors' Exhaust Emissions Business Free And Clear Of Liens, Claims, And Encumbrances, (II) Assumption And Assignment Of Certain Executory Contracts And Unexpired Leases, And (III) Assumption Of Certain Liabilities (Docket No. 14443)

*Responses filed:* None.

*Reply filed:* None.

*Related filings:* *Reservation Of Rights Of The Official Committee Of Unsecured Creditors To The Debtors' Expedited Motion For Orders Authorizing And Approving The*

---

\* Motions found at the following docket numbers that appeared on previous Proposed Hearing Agendas have been voluntarily withdrawn from the agenda and would need to be re-noticed under the Case Management Order to be reinstated on an agenda: Docket Nos. 213, 4689, 4778, 4912, 5229, 5153, 6723, 6690, and 12833 (KECP Emergence Incentive Program, Equity Security Holders' Ex Parte Motion To File Supplemental Objection To STN Motion Under Seal, Mercedes-Benz U.S. International, Inc.'s Motion to File Claims, Methode Electronics, Inc.'s Setoff Motion, Computer Patent Annuities Limited's Motion To Assume Or Reject Executory Contract, Motion Of Sumida America Inc. To Allow Setoff/Recoupment And For Relief From Automatic Stay, ATEL Leasing Corporation's Motion To Allow Administrative Claim, and Debtors' Omnibus Objection to Claims for Postpetition Interest, respectively). In addition, the following adversary proceedings have also been withdrawn from the agenda and would be subject to re-noticing to be reinstated on a hearing agenda: NYCH LLC d/b/a RCS Computer Experience Adv. Pro. No. 06-01902, Docket No. 1 (Complaint To Recover Property Of The Estate), L&W Engineering Adv. Pro. No. 06-01136, Docket No. 22 (Motion For Summary Judgment), Aksys Ltd. Adv. Pro. No. 06-01677, Docket No. 2 (Summons And Notice), and National Union Fire Insurance Company Of Pittsburgh, PA Adv. Pro. No. 07-01435, which has been settled as part of the MDL settlement and will be resolved upon the Court's approval of the MDL settlement.

*Sale Of Debtors' Assets Comprising Exhaust  
Emissions Business (Docket No. 14465)*

*Order Under 11 U.S.C. §§ 363 And 1123 And Fed. R.  
Bankr. P. 2002 And 9014 (I) Approving Bidding  
Procedures, (II) Granting Certain Bid Protections,  
(III) Approving Form And Manner Of Sale Notices,  
And (IV) Setting Sale Hearing Date In Connection  
With Sale Of Exhaust Business (Docket No. 14490)*

*Notice Of Assumption And/Or Assignment Of  
Executory Contract Or Unexpired Lease To Buyers In  
Connection With Sale Of Exhaust Business (Docket  
No. 14561)*

*Status:* *The hearing with respect to this matter will be  
proceeding.*

2. **Third § 1121(d) Statutory Committee Exclusivity Extension Motion - Expedited Motion For Order, Solely As To Statutory Committees, Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan Under 11 U.S.C. § 1121(d) (Docket No. 14556)**

*Responses filed:* *None.*

*Reply filed:* *None.*

*Related filings:* *None.*

*Status:* *The hearing with respect to this matter will be  
proceeding.*

## **D. Contested Matters**

3. **Thirty-Second Omnibus Claims Objection - Debtors' Thirty-Second Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 Regarding (a) Asserted Amount Claims, (b) Claims Subject To Modification, And (c) Claims To Be Expunged (Docket No. 14442)**

*Responses filed:* *Response Of Hewlett Packard Financial Services  
Company To Debtors' Thirty-Second Omnibus  
Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R.  
Bankr. P. 3007 Regarding (a) Asserted Amount  
Claims, (b) Claims Subject To Modification, And (c)  
Claims To Be Expunged (Docket No. 14564)*

*Response Of Port City Metal Products, Inc. To  
Debtors' Thirty-Second Omnibus Objection Pursuant  
To 11 USC § 502(b) And Fed. R. Bankr. P. 3007  
Regarding (a) Asserted Amount Claims, (b) Claims  
Subject To Modification, And (c) Claims To Be  
Expunged (Docket No. 14565)*

*Response Of Computer Patent Annuities Limited To  
The Debtors' Thirty-Second Omnibus Claims  
Objection (Docket No. 14567)*

*Clarion Corporation Of America's Response To The  
Debtors' Thirty-Second Omnibus Objection Pursuant  
To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007  
Regarding (a) Asserted Amount Claims, (b) Claims  
Subject To Modification, And (c) Claims To Be  
Expunged (Docket No. 14568)*

*Response Of General Electric Capital Corporation To  
The Debtors' Thirty-Second Omnibus Objection  
Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P.  
3007 Regarding (a) Asserted Amount Claims, (b)  
Claims Subject To Modification, And (c) Claims To Be  
Expunged (Docket No. 14570)*

*Response Of PBR Australia Party Ltd. To Debtors'  
Thirty-Second Omnibus Objection Pursuant To 11  
U.S.C. § 502(b) And Fed. R. Bankr. P. 3007  
Regarding (a) Asserted Amount Claims, (b) Claims  
Subject To Modification, And (c) Claims To Be  
Expunged (Docket No. 14575)*

*Response Of PBR Columbia LLC To Debtors'  
Thirty-Second Omnibus Objection Pursuant To 11 U.S.C.  
§ 502(b) And Fed. R. Bankr. P. 3007 Regarding (a)  
Asserted Amount Claims, (b) Claims Subject To  
Modification, And (c) Claims To Be Expunged  
(Docket No. 14576)*

*Limited Response Of PBR Knoxville LLC To Debtors'  
Thirty-Second Omnibus Objection Pursuant To 11 §  
502(b) And Fed. R. Bankr. P. 3007 Regarding (a)  
Asserted Amount Claims, (b) Claims Subject To  
Modification, And (c) Claims To Be Expunged  
(Docket No. 14577)*

*Limited Response To Debtors' Thirty-Second  
Omnibus Objection Pursuant To 11 U.S.C. § 502(b)  
And Fed. R. Bankr. P. 3007 Regarding (a) Asserted  
Amount Claims, (b) Claims Subject To Modification,  
And (c) Claims To Be Expunged Filed By IBJTC  
Business Credit Corporation, As Successor To IBJ  
Whitehall Business Credit Corporation (Docket No.  
14578)*

*Reply filed:* A reply will be filed.

*Related filings:* None.

*Status:* The hearing will proceed with respect to claims for which no responses have been filed. With respect to the claims for which a response has been filed, the hearing will be adjourned to future claims hearing dates in accordance with this Court's Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To Claims And (II) Certain Notices And Procedures Governing Objections To Claims, entered December 7, 2006 (Docket No. 6089).

**E. Adversary Proceedings (None)**

Dated: New York, New York  
December 16, 2008

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

By:/s/ John Wm. Butler, Jr.  
John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler  
333 West Wacker Drive, Suite 2100  
Chicago, Illinois 60606  
(312) 407-0700

– and –

By:/s/ Kayalyn A. Marafioti  
Kayalyn A. Marafioti  
Thomas J. Matz  
Four Times Square  
New York, New York 10036  
(212) 735-3000

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession